## LISKOW&LEWIS

A Professional Law Corporation

1001 Fannin Street Suite 1800 Houston, TX 77002 (713) 651-2900 Main (713) 651-2908 Fax

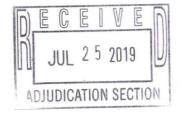
www.Liskow.com

One Shell Square 701 Poydras Street, Suite 5000 New Orleans, LA 70139 (504) 581-7979 Main (504) 556-4108 Fax 822 Harding Street Post Office Box 52008 Lafayette, LA 70505 (337) 232-7424 Main (337) 267-2399 Fax

Julie Thobae

Direct: (713) 651-2970 jthobae@Liskow.com

July 25, 2019



Our File No: 28043.0020

### BY HAND DELIVERY

U.S. Department of the Interior Bureau of Ocean Energy Management Gulf of Mexico OCS Region Adjudication Section 1201 Elmwood Park Boulevard New Orleans, LA 70123-2394 Attention: Yolanda Winslow, Chief

Re: Non-Required File for OCS-G 27278

Dear Ms. Winslow:

Enclosed please find the following documents that we ask you to file, submitted to you for filing purposes only, in the Non-Required File pertaining to Block 519 Mississippi Canyon, OCS-G 27278:

- 1) PARTIAL RELEASE OF MORTGAGE (FLTL) dated June 7, 2019 by Cantor Fitzgerald Securities, as Substitute Collateral Agent in favor of Fieldwood Energy LLC, GOM Shelf LLC, Fieldwood Energy Offshore LLC, Bandon Oil and Gas, LP, Dynamic Offshore Resources NS, LLC, (collectively, the "Mortgagor"). Please file in Category 2 Release of Mortgages and Liens;
- 2) State of Louisiana Uniform Commercial Code Amendment UCC-3 (FLTL) to delete collateral on Initial UCC# 26-373800 Debtors: Fieldwood Energy LLC, GOM Shelf LLC, Fieldwood Energy Offshore LLC, Bandon Oil and Gas, LP, Dynamic Offshore Resources NS, LLC

Page 2

and Secured Party: Cantor Fitzgerald Securities, as Collateral Agent.

Please file in Category 3 – UCC Filings and Financial Statements; and

3) State of Louisiana Uniform Commercial Code – Amendment UCC-3 (FLTL) to delete collateral on Initial UCC# 26-355049 – Debtors: Fieldwood Energy LLC and GOM Shelf LLC; and Secured Party: Cantor Fitzgerald Securities, as Substitute Collateral Agent. Please file in Category 3 – UCC Filings and Financial Statements.

In order that third persons will be put on notice as to the execution and efficacy of the enclosed documents, please file the documents, together with a copy of this letter in the Non-Required File maintained for the lease, under the category designated above.

Enclosed are the Pay Gov receipts, in the total amount of \$87.00, for payment of the filing fees. I have included a copy of the documents and cover letter to be file-stamped and provided to the bearer of this letter.

If you should have any questions regarding this request, please contact me at (713) 651-2970. Thank you for your assistance in this matter.

Very truly yours,

Julie Thobae

Corporate Paralegal

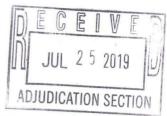
Enclosures

4957256v1

### STATE OF LOUISIANA

### UNIFORM COMMERCIAL CODE - AMENDMENT UCC-3

Important - Read instructions Before Completing Form



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O OPTIONAL FILER REFEREN	CE DATA 28043.0020	(FLTL)					
NAME AND PHONE OF CON Julie Thobae 713-651-2							
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Marilyn C. Maloney							
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1001 Fannin, Suite 1800	)						
Houston, Texas 77002							
			The above space	is for filing	office	use only	

## PARTIAL RELEASE OF MORTGAGE (FLTL)

### STATE OF NEW YORK

#### COUNTY OF NEW YORK

BE IT KNOWN, that on the date set forth below but effective as of the day of to set, 2019, before me, the undersigned Notary Public, and in the presence of the undersigned competent witnesses,

#### PERSONALLY CAME AND APPEARED:

Cantor Fitzgerald Securities, as Substitute Collateral Agent, whose mailing address is 110 59<sup>th</sup> Street, New York, New York 10022, represented herein by its duly authorized agent ("<u>Collateral Agent</u>")

who, being duly sworn, did declare and say:

Fieldwood Energy LLC, a Delaware limited liability company, GOM Shelf LLC, a Delaware limited liability company, Fieldwood Energy Offshore LLC, a Delaware limited liability company, Bandon Oil and Gas, LP, a Delaware limited partnership, and Dynamic Offshore Resources NS, LLC, a Texas limited liability company (collectively, the "Mortgagor") have requested the Collateral Agent to partially release and cancel that certain Mortgage, Deed of Trust, Assignment of As-Extracted Collateral, Security Agreement, Fixture Filing and Financing Statement (First Lien) dated as of September 30, 2013, as amended, recorded, inter alia, as set forth on Schedule 1 hereto (the "Mortgage") insofar and only insofar as the Mortgage encumbers and pertains to (i) the record title interest described on Exhibit A hereto, whether now existing or created hereafter, to that certain oil, gas and mineral lease described on Exhibit A hereto (the "Released Oil and Gas Property") and (ii) Mortgagor's interest in the other Mortgaged Property and Collateral (each as defined in the Mortgage) insofar and only insofar as they are produced from or located on the Released Oil and Gas Property ((i) and (ii) collectively, the "Released Property"), and Collateral Agent consents to thereto;

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Collateral Agent has RELEASED and DISCHARGED, and hereby RELEASES and DISCHARGES, without recourse, representation or warranty of any kind, the Mortgage and all liens and security interests created thereby and any other liens and security interests it may have in and to the Released Property INSOFAR and ONLY INSOFAR as the Mortgage covers and affects the Released Property and all products and proceeds thereof AND NO FURTHER.

IT IS EXPRESSLY UNDERSTOOD AND AGREED THAT THIS IS A PARTIAL RELEASE OF MORTGAGE ("PARTIAL RELEASE") RELATING SOLELY TO MORTGAGOR'S INTEREST IN THE RELEASED PROPERTY AND THAT THE SAME SHALL IN NO WAY RELEASE, AFFECT, OR IMPAIR THE UNDERSIGNED'S RIGHTS, TITLE, INTEREST, LIENS, AND SECURITY INTERESTS CREATED BY THE MORTGAGE AS TO ANY OTHER PROPERTIES OR INTERESTS DESCRIBED THEREIN OR COVERED THEREBY.

Collateral Agent hereby requests, authorizes, and directs the Clerk of Court of each of the Parishes and Counties described on <u>Schedule 1</u> hereto to (a) record this Partial Release in the mortgage records or official records, as applicable, for said Parishes and Counties, (b) cancel in part from the mortgage records or official records, as applicable, of said Parishes and Counties the inscription of the Mortgage, and (c) notate the recordation of this Partial Release in the margin of the Mortgage as recorded

in said Parishes and Counties. Collateral Agent further consents to the filing by or on behalf of Mortgagor of all UCC3 partial releases as may be necessary to delete the Released Property from the description of the Collateral, including, but not limited to those set forth on <u>Exhibit B</u> hereto and pursuant to supplemental Officer's Certificates delivered to the Collateral Agent, in each case with a copy of this Partial Release attached thereto to describe the Collateral released.

Cantor Fitzgerald Securities is delivering this Partial Release of Mortgage in reliance on the Officers' Certificate delivered to it in connection herewith and solely in its capacity as Collateral Agent under the Amended and Restated First Lien Term Loan Agreement, dated as of April 11, 2018 (the "Credit Agreement") among Fieldwood Energy Inc., as Holdings, Fieldwood Energy LLC, as the Borrower, the Lenders party thereto and Cantor Fitzgerald Securities, as Administrative Agent and Collateral Agent, and not in its individual or corporate capacity. In acting hereunder, the Collateral Agent shall be entitled to all of the rights, privileges and immunities set forth in the Credit Agreement and the other Loan Documents (as defined in the Credit Agreement) as though fully set forth herein. Capitalized terms used herein but not defined shall have the meaning assigned in the Credit Agreement.

[Signature page to follow.]

THUS DONE AND PASSED on this The day of June 1, 2019, but effective as of the date set forth above, in the presence of the undersigned witnesses who hereunto sign their names with the Collateral Agent and me, Notary, after due reading of the whole.

WITNESSES:

CANTOR FITZGERALD SECURITIES,
As Substitute Collateral Agent, as Mortgagee

By:
Name: Thomas F. Moons

By:
Name: James Buccola
Head of Fixed Income

Notary Public

Name printed:
Notary Public, State of New York
Notarial Identification Number

Notarial Identification Number

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My commission expires

# SCHEDULE 1 [Recording Information]

 Mortgage, Deed of Trust, Assignment of As-Extracted Collateral, Security Agreement, Fixture Filing and Financing Statement (First Lien) dated effective September 30, 2013 by Fieldwood Energy LLC and GOM Shelf LLC in favor of P.R. Ballard, Trustee and to Citibank, N.A., as Collateral Agent.

<b>Recording Jurisdiction</b>	Recording Information				
Plaquemines Parish, LA	Mortgage Book 630, Pg. 1, File No. 2013-00004580				
Baldwin County, AL	Instrument No. 1425124				
Mobile County, AL	BK:LR 7088, Page 1201, Instrument No. 2013 063204				
Hancock County, MS	Deed of Trust Book 2013, Pages 24711-24911				
Harrison County, MS (1)	Instrument # 2013 10678 T-J1				
Harrison County, MS (2)	Instrument # 2013 3611 T-J2				
Jackson County, MS	#201318029, BK:22, Pages 203- 403				
BOEM	OCS-G 27278				

 First Supplement to Mortgage, Deed of Trust, Assignment of As-Extracted Collateral, Security Agreement, Fixture Filing, Financing Statement and Partial Release (First Lien) dated effective November 15, 2013 by Fieldwood Energy LLC and GOM Shelf LLC in favor of P.R. Ballard, Trustee and to Citibank, N.A., as Collateral Agent.

Recording Jurisdiction	Recording Information
Plaquemines Parish, LA	Mortgage Book 634, Page 503, File No. 2013-00005396
BOEM	OCS-G 27278

3. Third Supplement to Mortgage, Deed of Trust, Assignment of As-Extracted Collateral, Security Agreement, Fixture Filing and Financing Statement (First Lien) dated effective August 16, 2016 by Fieldwood Energy LLC, GOM Shelf LLC, Fieldwood Energy Offshore LLC, Bandon Oil and Gas, LP and Dynamic Offshore Resources NS, LLC in favor of P.R. Ballard, Trustee and to Citibank, N.A., as Collateral Agent.

Recording  Jurisdiction	Recording Information				
Plaquemines Parish, LA	Mortgage Book 693, Page 84, File No. 2016-00003580				
BOEM	OCS-G 27278				

4. Fourth Supplement and Amendment to Mortgage, Deed of Trust, Assignment of As-Extracted Collateral, Security Agreement, Fixture Filing and Financing Statement (First Lien Term Loan) dated effective as of July 9, 2018 from Fieldwood Energy LLC, GOM Shelf LLC, Fieldwood Energy Offshore LLC, Bandon Oil and Gas, LP, and Dynamic Offshore Resources NS, LLC to Citibank, N.A., as Resigning Collateral Agent, and to Peter Graf, as Trustee for the benefit of Cantor Fitzgerald Securities, as Substitute Collateral Agent and to the Substitute Collateral Agent.

Recording Jurisdiction	Recording Information				
Plaquemines Parish	File No. 2018-00002566, Book 732, Page 180				
Baldwin County, AL	Instrument No. 1707455				
Mobile County, AL	Book:LR 7658, Page 144, Instrument No. 2018 040026				
Hancock County, MS	Deed of Trust, Book 2018, Page 15125				
Harrison County, MS (1)	Instrument # 2018-6036-T-J1				
Harrison County, MS (2)	Instrument # 2018-2163-T-J2				
Jackson County, MS	#201813274, Book: 26, Pages 145-188				
BOEM	OCS-G 27278				

## EXHIBIT A Released Oil and Gas Properties

A 7.25% Record Title interest to be assigned to Red Willow Offshore, LLC in that certain Oil and Gas Lease of Submerged Lands Under the Outer Continental Shelf Lands Act dated effective July 1, 2005 executed by the United States of America, as Lessor, Helis Oil & Gas Company, L.L.C., Houston Energy, L.P., and Red Willow Offshore, LLC, as Lessee, bearing Lease No. OCS-G 27278 covering all of Block 519, Mississippi Canyon Area, as shown on OCS Leasing Map La. No. NH 16-10, containing approximately 5,760 acres.

# EXHIBIT B UCC3 Forms

### STATE OF LOUISIANA

### LINFORM COMMERCIAL CODE -AMENDMENT UCC-3 Impariant - Read instructions Statute Completing Form

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Exhibit B

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Exhibit B

### STATE OF LOUISIANA

### UNIFORM COMMERCIAL CODE - AMENDMENT UCC-3

Important - Read instructions Before Completing Form

FO	DLLOW INSTRUCTIONS (FR	ONT AND BACK CAR	EFULLY)					
1.	Initial Financing Statement Fi	ile # 26-373800						
2.	Termination -Effectives authorizing this Termin		Statement identified above	is terminated with	respect to	secur	ity Interest(s)	of the Secured Party
3.			Statement identified above additional period provided		curity inte	rest(s)	of the Secure	d Party authorizing this
4.	Assignment (full or par	rtial). Give name of as	signee in item 7a or 7b and	d address of assign	ee in item	7c and	d also give na	me of assignor in Item 9.
5.	AMENDMENT (PARTY INFO	RMATION) This amer	dment affects Debtor of	or Secured Part	y of record	d. Ch	eck only one o	of these two boxes.
	Also check one of the	following three boxes	and provide appropriate inf	ormation in items 6	and/or 7.			
	CHANGE name and/or	address: Give current reco			B: Give recor		The state of the s	6: Complete item 7a or 7b and complete items 7d-7g (if applicable)
6.	CURRENT RECORD INFOR	MATION:						
	6a Organization's Name							
OR								
	66 Individual's Last Name (a	and Title of Lineage (e.	g. Jr., Sr., III, if applicable)	First Name				Middle Name
7.	CHANGED (NEW) OR ADDE	D INFORMATION:						
	7a Organization's Name							
Off	7b Individual's Last Name (a	and Title of Lineage (a	a ir Cr III if annlicable)	First Name				Middle Name
	70 Individual's Last Name (8	and Inte of Cineage (e.	g. Jr., Sr., m, n application)	First Maille				Middle Name
	7c Mailing Address		City		State	Posts	d Code	Country
	TO Maining Address						a codo	Course
	7d Tax ID #: SSN or EIN	Add'l info re	7e Type of Organization	7f Jurisdiction of	Ornaniza	lion	7g Organiza	tion ID if any
	TO TEXT DW. CONT OF ENT	Organization:	74 Type of Organization	T Survivion of	Organiza	uOII	y Olganiza	
_		L						None
8.	AMENDMENT (Collateral Ch							
	Describe col	liateral deleted or	added, or give entire	restated collate	eral descri	ption,	or describe co	olleteral assigned.
T	he collateral deleted is the	"Released Property'	more fully described in	the attached Par	rtial Rele	ase of	f Mortgage (	FLTL).
_								
	NAME or SECURED PARTY of RE							
-	which adds collateral or adds the a 9a Organization's Name	authorizing Debtor, or if the	s is a Termination authorized by	r a Deblor, check hen	e and e	nter na	me of Deblor au	ifhorizing this Amendment
	Cantor Fitzgerald Securit	ies, as Collateral Ag	ent					
Off	9b Individual's Last Name (ar	nd Title of Lineage (e.g	. Jr., Sr., III), if applicable	First Name			1	Middle Name
	naviada o Edec Harrio (a.	in the or Entergo (of	. or, or, my, a approach					The state of the s
10.	OPTIONAL FILER REFERENC	E DATA 28043.0020	(FLTL)					
11.	Julie Thobae 713-651-29							
12.	SEND ACKNOWLEDGMENT T	O: (Name and Address)						
	Marilyn C. Maloney							
	Liskow and Lewis APLC							
	1001 Fannin, Suite 1800							
	Houston, Texas 77002							
			2-	The above space i	is for filing	office	use only	
-								